



MINUTES

WiredWest Board of Directors Meeting 08/25/12, 9:30 AM
Wendell Town Hall, 6 Center Street, Wendell, MA

The meeting was called to order at 9:39 am by Chairman Monica Webb.
Name tags and sign in sheet were made available at the back of the room.

Welcome and Introductions - Monica welcomed the attendees and thanked our hosts, Rob Leppzer and Nan Riebschlaeger and Good Neighbors (a local food pantry). Nan said all donations would go to Good Neighbors. Monica hopes to have time for an open ended discussion at the end.

Welcome towns which have joined since the last meeting - The following 3 towns entered into Wired West, having joined just before the Aug 13 deadline:
Shelburne, New Ashford and Alford. Daniel Lieberman and Ken McNerney received their name badges for the first two towns respectively. Alford's rep was unable to attend.

Approval of minutes from July 21st, 2012 meeting. Kevin Cahill moved and Jon Hardie seconded to accept the minutes as amended (misspelled Kevin McDonald changed to correct Kevin O'Donnell).

Motion, recommended by the Executive committee - Reva moved and Jackie DelRossi seconded "to accept the charter towns of Savoy, Lanesborough, Huntington, and Blandford as WiredWest members assuming they have completed the necessary certifications by September 30, 2012."

A signature sheet was passed around to obtain the necessary signatures. 22 signatures were obtained (attached) and so the motion is approved. Judy Brennan signed for Blandford (town #39) and received her name badge.

Support Card campaign status report and discussion - About 900 cards have been received (about 3%). Tolland leads the way with almost 30% in less than 2 weeks, followed by Alford (16%), New Ashford (15%), New Salem (11%) and Wendell (11%). These great numbers were obtained primarily thru web based electronic submission which is strongly encouraged. Obtaining E-mail lists from Realtors has been successful. We still need to see input from several towns (Ashfield, Chester, Great Barrington, Hawley, Huntington, Lanesborough and Savoy). Jackie asked for some form of output report at end of Surveys which would be useful to the towns. Jim said he will do by town output listing. Jon Hardie suggested the cards are just the beginning of a

conversation and we need to continue a dialogue. We were reminded there is only one entry per household, duplicates will be filtered out.

Regional delegate info sessions - There has been confusion about MBI vs Wired West as well as many other open questions. More regional meetings are planned to help keep the delegates well informed. The towns are divided into groups and there is a tentative schedule (attached), but getting feedback to confirm has been difficult. It is hoped that an FAQ will be developed and posted on the web site. Request that people forward their existing answers to Glenn and/or Reva.

Adoption of Bylaw Revisions - There was a motion to approve the Bylaws made by Jackie DelRossi and seconded by Jon Hardie. The ensuing discussion was positive regarding both the content and the process of review. Reva recounted that Shelburne was originally critical of our bylaws and as they provided input and the process integrated their suggestions as well as much other input, they became very impressed with WiredWest. A voice vote was held and was unanimous in favor of approving the Bylaws. The vote was followed by loud applause and various celebratory hoots and hollers.

Committee Reports

- Sales - Glenn Cardinal recounts that Sales is currently more in a marketing mode since there is no product to sell yet. They are acquiring good feedback from schools (Central Berkshire and Pioneer so far) and more will be visited soon. Signing CAIs early will ensure a good revenue stream early. Per Jacki, a company called Cornerstone is aggressive in West Stockbridge with offers for similar services. Bill Stathis from Axia advised that a recent audit of MBI found route changes that had not been properly submitted and so they have been shut down by NTIA for the last 3 months. David Greenberg discussed the importance of timing and possibility of slipping to July 2014. Jim encouraged delegates to get from their towns as much CAI info as possible, for example a month of phone and internet bills and budgets past and future.
- Marketing - Issued annual press release and therefore got lots of email feedback which lead to lots of electronic inputs of Pledge cards. There have been some radio appearances. Support cards are the highest priority at this time. Oct 1 is current deadline. There is now a Wired West store on Zazzle.com for apparel. Web site deployment is delayed by template issues. Daniel Lieberman volunteered to help. There are a few banners available for events. The business planning process could use some helpers. Monica requested people approach her after the meeting or by email if they are interested in helping. Still looking at various bridge financing options and there is a limited event on Sep 15th at which Doug Trumbull will be speaking as will Simon Winchester (author).

- Town Liaison - There are three towns left to get on-board. Are telecon meetings something the delegates desire? A show of hands was very low so no more such meetings will be arranged. A request to have the weekly Executive Board meetings available on phone or web. It was explained that the room they use is not well suited for broadcast at this time. They have been looking at ways to improve that.
- Finance - There is some confusion about MBI \$\$\$ numbers and they have yet to cut us a check. The survey cards will help decide if the take rate is good enough to make a drop at every house as the cable is deployed (splice and termination - no equipment). Preliminary meeting with state treasurer anticipated for next month to get some feedback about our approach. Jim Drawe wants to defer the required annual audit. Nan from Wendell made a motion, seconded by Jackie DelRossi, that "because we have such small amount of budget, we not perform the required annual audit as required by the bylaws and perform a review in it's place." Discussion followed and one suggestion was that grants might require it. Jon Hardie not in favor of making exception to by-laws so soon after just approving them. Jim mentioned that there is no date in the bylaws for when the audit be done. Reva suggested that the discussion suggests the motion be withdrawn and the audit be deferred. Further discussion about potential for abuse and trust in the Treasurer. Nan withdrew the motion. Jim has RFP for a financial advisor. Discussion about whether he can issue an RFP. May require a Chief Procurement Officer to create. He will take under advisement before further action.
- Governance - Steve Nelson discussed the Executive Session issue from last month's meeting and it appears that Brian Hawthorne's opinion at that time was correct. Steve intends to attend a meeting next month for a face to face with a government official. Warwick got an official opinion that we cannot use the municipal space for our cable. So next step is to approach the legislature to see if MLPs can get the ability to work in the municipal space. This is only in early stages and we will seek support of MLPs and electric companies. Developing LOI thru counsel who will only bill after the fact. David Greenberg thinks he may have one and will send it to Steve.
- Technology - Kevin Cahill thanked the people who worked on the RFP. Matrix has been selected and there have been weekly meetings. Oct 8th is their deadline for cost estimating and high level design. Kevin is barnstorming the towns for required info. They came in at \$19,000 and will be losing money. They were selected without knowing their bid and so it was a pleasant surprise. Deployment will likely start with only several regional active Ethernet COs, and PONs in the rest of the towns. As income is generated, more towns will move from PONs to active Ethernet. So choice of CO location should support the air-con and power required for active Ethernet. Boxed poles are those with wires on

opposite side of poles. Kevin is looking to see how many already are out there so if there is pushback when we attempt to deploy that method, we can show they are already in use. Another possible solution is alley arms in the communication space. Delegates were asked to send in pictures or descriptions of existing boxed poles or alley arms (town and road). A Business list is very important for each town. Bigger business will have more requirements. Sales and Marketing also need this information. ISP equipment (Springfield or perhaps Boston) would be capable of offering e-mail and server services to towns, etc.

Director Input - Monica opened up the floor to Open Discussion. Shelburne rep talked about web site and the lack of information on how to contact a Delegate. No email or phone number for Delegate or Alternate is currently available. Most agreed this is an issue. Perhaps we can have Wired West accounts that then forward to individuals. Jim Drawe said he will set such forwarding up on the server. Kevin asked about open meeting laws. Steve is going to State Attorney General for clarification about our unique situation (see last month).

Confirm Schedule of next BoD meetings - September 22 in Egremont
The hat was passed and Oct 27th meeting will be in Charlemont and then Dec 1st in Alford.

Adjourn - Jackie Del Rossi moved that we adjourn the meeting at 12:25p.m. Bob Rock seconded. All were in favor and so the meeting was adjourned.

Minutes submitted by David Howe acting for Jean Atwater-Williams who was unable to attend today.